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Counsel for Ally Financial Inc. and Ally Bank

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Case No. 12-12020 (MG)
)	
Debtors.)	Jointly Administered
)	

AFFIDAVIT OF SERVICE

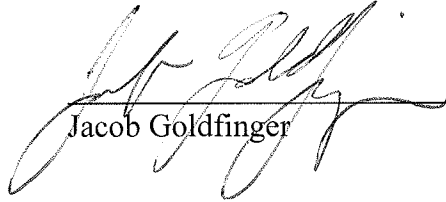
I, Jacob Goldfinger, state as follows:

1. I am over 18 years of age and I believe the statements contained herein are true based on my personal knowledge. I am employed by Kirkland & Ellis LLP, located at 601 Lexington Avenue, New York, NY 10022-4611.

2. On November 12, 2012, I caused service of the *Ally Financial Inc. 's List of Potential Witnesses and Potential Exhibits for November 19, 2012 Sale Hearing* [ECF No. 2148] to be effected on the parties listed on the attached service list via electronic mail and first class mail.

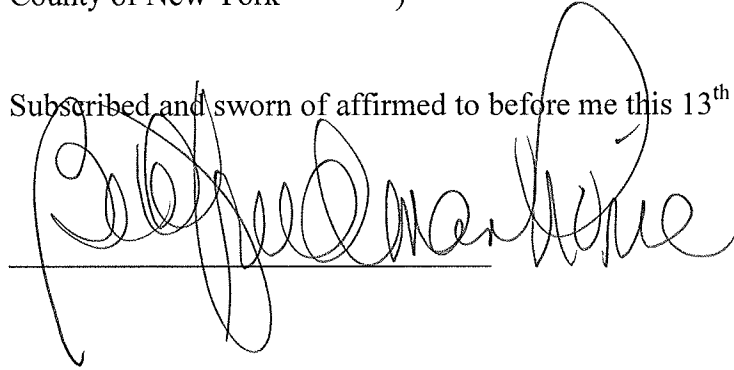
I declare under penalty of perjury under the laws of the United States of America that the following is true and correct.

Dated: New York, New York
November 13, 2012


Jacob Goldfinger

State of New York)
) ss
County of New York)

Subscribed and sworn of affirmed to before me this 13th day of November, 2012.



BETH FRIEDMAN LURIE
NOTARY PUBLIC, State of New York
No. 4783035
Qualified in Nassau County
Commission Expires Sept. 30, 20 13

Residential Capital, LLC, et al.
Case No. 12-12020 (MG)
General Service List

NAME	NOTICE NAME	ADDRESS1	ADDRESS2	CITY	ST	ZIP	COUNTRY	PHONE	FAX	EMAIL	DESCRIPTION
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Ally Financial Inc	Jeffrey Brown Corporate Treasurer	440 S Church St	# 1100	Charlotte	NC	28202		704-540-6133		jeff.brown@gmacts.com , william.b.solomon@ally.com	Secured Lender under the Secured Revolver and Line of Credit
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NAME	NOTICE NAME	ADDRESS1	ADDRESS2	CITY	ST	ZIP	COUNTRY	PHONE	FAX	EMAIL	DESCRIPTION
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Deutsche Bank Trust Company Americas	Attn Brendan Meyer	Harborside Financial Center	100 Plaza One MS: JCY03-0699	Jersey City	NJ	07311-3901		201-593-8545	646-502-4546	Brendan.meyer@db.com	Member of Official Committee of Unsecured Creditors
Deutsche Bank Trust Company Americas	c/o Kelvin Vargas	25 De Forest Ave		Summit	NJ	07901		201-593-2456		kelvin.vargas@db.com	Indenture Trustee to Unsecured Notes / Top 50 Creditor
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General Service List

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Internal Revenue Service	Centralized Insolvency Operation	2970 Market St		Philadelphia	PA	19104			267-941-1015		Internal Revenue Service
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Law Offices of Robert E Luna PC	Andrea Sheehan	4411 N Central Expressway		Dallas	TX	75205		214-521-8000	214-521-1738	sheehan@txschoollaw.com	Counsel to Carrollton-Farmers Branch Independent School District and Lewisville Independent School District
Leopold & Associates PLLC	Saul Leopold	80 Business Park Dr Ste 110		Armonk	NY	10504		914-219-5787		Dcaponnetto@leopoldassociates.com	Counsel to Bank of America NA; Deutsche Bank National Trust Company, as Trustee for Saxon Asset Securities Trust 2007-2 Mortgage Loan Asset Backed Certificates, Series 2007-2; and Deutsche Bank National Trust Company, as Trustee for Morgan Stanley ABS Capital I Inc. Trust 2007-HE3 Mortgage Pass through Certificates. Series 2007-H3; Deutsche Bank National Trust Company, as Trustee under Pooling and Servicing Agreement Dated 1/2006 Morgan Stanley ABS Capital I Inc. Trust 2006-NC1; U.S. Bank NA as Trustee under Pooling and Service Agreement dated 3/1/2007, GSAMP Trust 2007-HE2, Mortgage Pass-Through Certificates, Series 2007-HE2; and Ocwen Loan Servicing, LLC
Linebarger Goggan Blair & Sampson LLP	Diana W Sanders	Po Box 17428		Austin	TX	78760		512-447-6675	512-443-5114	austin.bankruptcy@publicans.com	Counsel to City of McAllen, South Texas ISD, South Texas College & Cameron County
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Linebarger Goggan Blair & Sampson LLP	John P Dillman Esq	PO Box 3064		Houston	TX	77253-3064		713-844-3478	713-844-3503	houston_bankruptcy@lqbs.com	Counsel to Texas Taxing Authorities - Katy ISD, Matagorda County, Cypress-Fairbanks ISD, Tyler County, Cleveland ISD, Fort Bend County, Montgomery County, Harris County, Galveston County, Orange County; Counsel to Taxing Authorities
Locke Lord LLP	Casey B Howard	3 World Financial Center		New York	NY	10281-2101		212-812-8342	212-812-8372	choward@lockelord.com	Interested Party
Loeb & Loeb LLP	Walter H Curchack, Vadim J Rubinstein & Debra W Minoff	345 Park Ave		New York	NY	10154		212-407-4000	212-407-4990	wcurchack@loeb.com ; vrubinstein@loeb.com ; dminoff@loeb.com	Counsel to Wilmington Trust NA, as Indenture Trustee
Lowenstein Sandler PC	Andrew Behlmann	1251 Avenue of the Americas 18th Fl		New York	NY	10020		212-262-6700	212-262-7402	abehlmann@lowenstein.com	Counsel to The Union Central Life Insurance Company, Ameritas Life Insurance Corp. and Acacia Life Insurance Company; and Cambridge Place Investments Management Inc.
Lowenstein Sandler PC	Andrew Behlmann	65 Livingston Ave		Roseland	NJ	07068		973-597-2500	973-597-2481	abehlmann@lowenstein.com	Counsel to The Union Central Life Insurance Company, Ameritas Life Insurance Corp. and Acacia Life Insurance Company; and Cambridge Place Investments Management Inc.
Lowenstein Sandler PC	Michael S Etkin & Ira M Levee	1251 Avenue of the Americas 18th Fl		New York	NY	10020		212-262-6700	212-262-7402	metkin@lowenstein.com ; ilevee@lowenstein.com	Counsel to Lead Plaintiff; o The Union Central Life Insurance Company, Ameritas Life Insurance Corp. and Acacia Life Insurance Company; and Cambridge Place Investments Management Inc. o Counsel to Plaintiffs and the Putative Class

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McKool Smith PC	Paul D Moak	600 Travis St., Suite 7000		Houston	TX	77002		713-485-7300	713-485-7344	pmoak@McKoolSmith.com	Counsel to Freddie Mac
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Munger Tolles & Olson LLP	Thomas B Walper	355 S Grand Ave		Los Angeles	CA	90071		213-683-9100		thomas.walper@mto.com	Counsel to Berkshire Hathaway Inc
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Office of the US Attorney for the Southern District of NY	United States Attorney Preet Bharara	One St Andrews Plaza		New York	NY	10007		212-637-2200	212-637-2685; 914-993-1980; 212-637-2745	joseph.cordaro@usdoj.gov ; dwydkhouse@pbwt.com ; bguiney@pbwt.com	Office of the United States Attorney for the Southern District of New York
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NAME	NOTICE NAME	ADDRESS1	ADDRESS2	CITY	ST	ZIP	COUNTRY	PHONE	FAX	EMAIL	DESCRIPTION
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Secretary of State, Division of Corporations	99 Washington Ave Ste 600	One Commerce Plz		Albany	NY	12231-0001		518-473-2492	518-474-1418		Secretary of the State - Division of Corporations
Securities & Exchange Commission	Secretary of the Treasury	100 F St NE		Washington	DC	20549		202-942-8088	202-772-9317or 202-772-9318	secbankruptcy@sec.gov secbankruptcy@sec.gov/newyork @sec.gov bankruptcynticeschr@sec.gov	Securities and Exchange Commission - Headquarters
Securities & Exchange Commission NY Regional Office	George S Canellos Regional Director	3 World Financial Center Ste 400		New York	NY	10281-1022		212-336-1100	212-336-1320		Securities and Exchange Commission - New York Regional Office
Seward & Kissell LLP	Greg S Bateman	One Battery Park Plaza		New York	NY	10004		212-574-1436	212-480-8421	bateman@sewkis.com	Wells Fargo Bank, N.A., as collateral agent for the Prepetition Junior Secured Notes, as collateral agent for the Prepetition Ally Revolver, and as collateral control agent under the Intercreditor Agreement, dated as June 6, 2008
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The Canada Trust Company	Susan Khokher	79 Wellington Street, West, 8th Floor	PO Box 1, Toronto-Dominion Centre	Toronto	ON	M5K 1A2	Canada	416-308-3825	416-983-2044		Securitization Trustee
Travis County Attorney	Kay D Brock Assistant Travis County Atty	PO Box 1748		Austin	TX	78767		512-854-9513	512-854-4808	kay.brock@co.travis.tx.us	Counsel to Tina Morton Travis County Tax Assessor Collector
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U.S. Bank National Association	Attn: Irina Palchuk	60 Livingston Avenue	EP-MN-WS1D	St. Paul	MN	55107		651-495-3404	651-495-8100	irina.palchuk@usbank.com	Indenture Trustee to the Debtors' Prepetition Junior Secured Notes
U.S. Bank National Association	Attn: Mamta K Scott & David A Jason	190 S. LaSalle Street		Chicago	IL	60603		312-332-6578		mamta.scott@usbank.com david.jason@usbank.com	Member of Official Committee of Unsecured Creditors
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U.S. Bank National Association	Tanver Ashraf, Corporate Trust Services	West Side Flats, EP-Mn-WS3D	60 Livingston Ave.	St. Paul	MN	55107		651-495-3882	866-831-7910	tanveer.ashraf@usbank.com	Securitization/HELOC Trustee
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US Trustee for the Southern District of NY	Tracy Hope Davis, Linda A. Riffkin and Brian S. Masumoto	33 Whitehall St 21st Fl, Region 2		New York	NY	10004		212-510-0500	212-668-2255	Tracy.Davis2@usdoj.gov , Linda.Riffkin@usdoj.gov , Brian.Masumoto@usdoj.gov	Office of the United States Trustee for the Southern District of New York
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Wells Fargo Bank NA	Attn Corporate Trust Services - GMACM Home Equity Notes 2004 Variable Funding Trust	PO Box 98		Columbia	MD	21046					GMEN Indenture Trustee at Corporate Trust Office
Wells Fargo Bank, N.A.	Kelly Rentz	Corporate Trust Services	9062 Old Annapolis Road	Columbia	MD	21045		410-884-2208	410-715-2380	kelly.j.rentz@wellsfargo.com , Nichlaus.M.Ross@wellsfargo.com , Sharon.Squillario@wellsfargo.com , mary.L.sohlberg@wellsfargo.com	Securitization/HELOC Trustee
Wells Fargo Law Department	Kristi Garcia Esq Senior Counsel	MAC T7405-010	4101 Wiseman Blvd	San Antonio	TX	78251		210-543-5747	210-543-3015	kristi.garcia@wellsfargo.com	Counsel to Wells Fargo Bank, NA
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White & Case LLP	J Christopher Shore & Ian J Silverbrand	1155 Avenue of the Americas		New York	NY	10036-2787		212-819-8479	212-354-8113		Counsel to Wells Fargo as collateral agent for the Prepetition Junior Secured Notes
Willkie Farr & Gallagher LLP	Marc Abrams & Richard Choi & Jennifer J Hardy	787 Seventh Avenue		New York	NY	10019		212-728-8000	212-728-8111		Counsel to Monarch Alternative Capital LP
Wilmington Trust	Roseline Maney	1100 N. Market St.		Wilmington	DE	19801		302-636-6489	302-636-4140	rmaney@wilmingtontrust.com	Securitization Trustee
Wilmington Trust NA	Julie J Becker Vice President	50 South Sixth St Ste 1290		Minneapolis	MN	55402-1544		612-217-5628	612-217-5651		Member of Official Committee of Unsecured Creditors
Wilson Elser Moskowitz Edelman & Dicker LLP	Attn David L Tillem	3 Gannett Dr		White Plains	NY	10604-3407		914-323-7000 ext 7104	914-323-7001	david.tillem@wilsonelser.com	Counsel to the County of Putnam, Department of Finance
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Winston & Strawn LLP	David Neier & Carey D Schreiber	200 Park Avenue		New York	NY	10166-4193		212-294-6700	212-294-4700	dneier@winston.com , cschreiber@winston.com	Counsel to Federal National Mortgage Association
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Wollmuth Maher & Deutsch LLP	Attn Paul R DeFilippo & Steven S Fitzgerald	500 Fifth Ave 12th Fl		New York	NY	10110		212-382-3300	212-382-0050		Counsel to The Western and Southern Life Insurance Company et al
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Zuckerman Spaeder LLP	Graeme W. Bush & Nelson C. Cohen & Laura E. Neish	1800 M Street, N.W., Suite 1000		Washington	DC	20036		202-778-1800	202-822-8106	gbush@zuckerman.com , ncohen@zuckerman.com , lineish@zuckerman.com	Counsel to National Credit Union Administration Board, as Liquidating Agent of U.S. Central Federal Credit Union, Western Corporate Federal Credit Union, Members United Corporate Federal Credit Union, Southwest Corporate Federal Credit Union and Constitution Corporate Federal Credit Union